

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

IN RE:

W.R. GRACE & CO., et al.,

Debtors.

Chapter 11

Case No. 01-1139 (JKF)

Jointly Administered

**NO ORDER REQUIRED  
CERTIFICATION OF NO OBJECTION TO FIFTIETH MONTHLY AMENDED  
APPLICATION OF KRAMER LEVIN NAFTALIS & FRANKEL LLP, COUNSEL TO THE  
OFFICIAL COMMITTEE OF EQUITY HOLDERS, FOR COMPENSATION AND  
REIMBURSEMENT OF EXPENSES FOR THE PERIOD  
SEPTEMBER 1, 2005 THROUGH SEPTEMBER 30, 2005 [RE: DOCKET NOS. 10932 & 10979]**

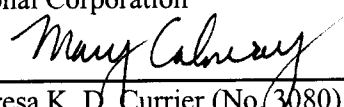
The undersigned hereby certifies that as of the date hereof, she has received no formal answer, objection or any other responsive pleading to the Fiftieth Monthly Application (the "Application") for Compensation of Kramer Levin Naftalis & Frankel LLP, counsel to the Official Committee of Equity Holders, filed on October 31, 2005 [Docket No.10932] as amended by the Amended Fiftieth Monthly Application (collectively, the "Amended Application") for Compensation of Kramer Levin Naftalis & Frankel LLP, counsel to the Official Committee of Equity Holders, filed on November 3, 2005 [Docket No.10979]. The undersigned further certifies that she has reviewed the Court's docket in this case and no answer, objection or other responsive pleading to the Amended Application appears thereon. Pursuant to the Amended Application, objections were to be filed and served no later than 4:00 p.m. on November 21, 2005.

Pursuant to the Amended Administrative Order Under 11 U.S.C. §§105(a) and 31 Establishing Revised Procedures for Interim Compensation and Reimbursement of Expenses for

Professionals and Official Committee Members (the "Order") dated May 3, 2001, the Debtors are authorized to pay Kramer Levin Naftalis & Frankel LLP \$12,567.20 which represents 80% of the fees (\$15,709.00) and \$247.99, which represents 100% of the expenses, for an aggregate amount of \$12,815.19, requested in the Amended Application for the period September 1, 2005 through September 30, 2005, upon the filing of this Certification and without the need for entry of a Court order approving the Amended Application.

KLETT ROONEY LIEBER & SCHORLING  
A Professional Corporation

By:

  
\_\_\_\_\_  
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-and-

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Counsel to the Official Committee of Equity Holders

Dated: November 23, 2005